

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,

Debtors.¹

Chapter 11

Case No.: 22-11238 (LSS)

(Jointly Administered)

Related Docket No.: 444

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS' STATEMENT IN
SUPPORT OF CONFIRMATION OF COMBINED DISCLOSURE STATEMENT
AND JOINT CHAPTER 11 PLAN OF WINC, INC. AND ITS AFFILIATED DEBTORS**

The Official Committee of Unsecured Creditors (the “Committee”) of Winc, Inc., BWSC, LLC, and Winc Lost Poet, LLC (collectively, the “Debtors”) appointed pursuant to section 1102 of title 11 of the United States Code §§ 101 *et seq.* (“Bankruptcy Code”) in the above-captioned chapter 11 cases (“Chapter 11 Cases”), by and through its undersigned counsel, files this Statement in support of the confirmation of the *Combined Disclosure Statement and Joint Chapter 11 Plan of Winc, Inc. and Its Debtor Affiliates* [Docket No. 444] (as may be amended, supplemented, or modified from time to time, the “Plan”).²

1. The Committee is a Plan Proponent and supports confirmation of the Plan. The Committee has worked diligently to create an opportunity and path to value for unsecured creditors in these Chapter 11 Cases.

2. The first major milestone in accomplishing that objective was the settlement among the Debtors, Committee, Project Crush, and prepetition secured lender, Banc of California, in connection with the sale of the Debtors’ business assets. The sale negotiations were hard fought

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

but preserved going concern value (including the cure of go-forward vendor claims by Project Crush), satisfied pre- and post-petition secured debt, and paved the way for unsecured creditors to receive meaningful value through a plan.

3. Confirmation of the Plan, as envisioned by the Settlement Term Sheet and Addendum to Sale Order, would be the second major milestone in these Chapter 11 Cases. Confirmation is in the best interest of the estate and its stakeholders, including general unsecured creditors, who voted in support of the Plan.

4. The Debtors set up important operational guardrails to monitor the Project Crush transition and worked collaboratively to ensure a smooth hand-off that will allow the Creditor Trustee and Post-Effective Date Debtor Representative (the “Post-Confirmation Fiduciaries”) elected by the Committee to carry out their duties under the Plan.

5. The Post-Confirmation Fiduciaries will continue to monitor Project Crush’s compliance with the Sale Documents, including the payment of all required costs and expenses in connection with the operation of BSWC assumed by Project Crush and its affiliates under the TSA through the TSA Termination Date. They will also continue the ongoing efforts maximize estate assets for creditors. The Committee believes the Plan structure, including the funding of the Creditor Trust with cash and other assets, renders the Plan feasible and provides unsecured creditors with the best opportunity for a meaningful recovery in the circumstances of these Chapter 11 Cases.

6. The Committee therefore submits that confirmation of the Plan is in the best interests of unsecured creditors, and respectfully requests that the Court enter an order (i) confirming the Plan, and (ii) granting such other and related relief as the Court may deem proper.

Dated: August 2, 2023
Wilmington, Delaware

/s/ Mark T. Hurford
Mark T. Hurford (DE No. 3299)
A.M. SACCULLO LEGAL, LLC
27 Crimson King Drive
Bear, DE 19701
Telephone: (302) 836-8877
Facsimile: (302) 836-8787
Email: Mark@saccullolegal.com

George P. Angelich (*Pro hac vice*)
ARENTFOX SCHIFF LLP
1301 Avenue of the Americas, 42nd Floor
New York, NY 10019
Telephone : (212) 457-5423
Email : George.Angelich@afslaw.com

Justin A. Kesselman (*Pro hac vice*)
James E. Britton (*Pro hac vice*)
ARENTFOX SCHIFF LLP
800 Boylston Street, 32nd Floor
Boston, MA 02199
Telephone: (617) 973-6102
Email: Justin.Kesselman@afslaw.com
James.Britton@afslaw.com

*Counsel to the Official Committee of Unsecured
Creditors*